

**AMENDMENT No. 1 TO**  
**Employee Time and Attendance Management Solution**  
**Contract Number GTA000144**

This Amendment No. 1 is made this 1<sup>st</sup> day of July, 2006, by and between the **GEORGIA TECHNOLOGY AUTHORITY** ("GTA") and **KRONOS, INCORPORATED** ("Contractor").

WHEREAS, heretofore GTA entered into that certain Employee Time and Attendance Management Solution on April 7, 2005, with respect to certain services to be provided to GTA by Contractor, as more particularly described therein as amended by the following amendments (collectively, the Employee Time and Attendance Management Solution and all the Amendments hereinafter referred to as the "Agreement"):

Enterprise Agreement for Equipment and Services dated April 7, 2005, (hereinafter referred to as the "Agreement").

WHEREAS, the parties wish to amend the Agreement to reflect certain changes.

NOW, THEREFORE, in consideration of the premises, the terms and conditions stated herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto hereby agree as follows:

1. Term. The Agreement is hereby amended by extending the Term until June 30, 2007.
2. Definitions. All capitalized terms used herein and not expressly defined herein shall have the respective meanings given to such terms in the Agreement.
3. Successors and Assigns. This Amendment No. 1 shall be binding upon and inure to the benefit of the successors and permitted assigns of the parties hereto.
4. Entire Agreement. Except as expressly modified by this Amendment No. 1, the Agreement shall be and remain in full force and effect in accordance with its terms and shall constitute the legal, valid, binding and enforceable obligations of the parties. This Amendment No. 1 and the Agreement, collectively, are the complete agreement of the parties and supersede any prior agreements or representations, whether oral or written, with respect thereto.

IN WITNESS WHEREOF, the parties have caused this Amendment No. 1 to be duly executed by their authorized representatives as of the date set forth above.

**KRONOS, INCORPORATED**

By: Alyce Moore

Name: Alyce Moore  
(Print name)  
Vice President, General Counsel

Title: \_\_\_\_\_

Date: 5/23/06

**GEORGIA TECHNOLOGY AUTHORITY**

By: David J. Hightower

Name: David J. Hightower  
(Print name)  
Sr. Technology Planning Officer

Title: \_\_\_\_\_

Date: 6/12/06